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July 24, 2002

Ms. Kristine Matzko (3HS23)
Remedial Project Manager
United States Environmental Protection Agency
1650 Arch Street
Philadelphia, PA 19103

Re: Lower Darby Creek Area Superfund Site
Folcroft Landfill and Folcroft Landfill Annex
Delaware County, Pennsylvania

Dear Ms. Matzko:

This letter responds to EPA's Notice of Potential Liability, dated July 5, 2002, concerning Conoco Inc.'s ("Conoco") participation in future negotiations relating to the above-referenced site.

Please be advised that Conoco is still in the process of reviewing relevant information concerning its connection to the site. Conoco has been in contact with Michael Dillon, attorney for the Steering Committee, to discuss the site and the Steering Committee's current activities. Conoco will continue to discuss this matter further with Mr. Dillon. Conoco is interested in discussing its willingness to participate in future negotiations concerning the site.

Nothing contained herein shall be construed nor interpreted as an admission of any liability or waiver of any rights or defenses whatsoever with respect to the Site as Conoco expressly denies any such liability and reserves all such rights and defenses.

Should you have any questions, please do not hesitate to contact me at (281) 293-5464.

Sincerely,


William E. Rodgers

Cc: C. R. Abercrombie
Stephen P. Chung
Ellen P. Hebert
Steve Jester



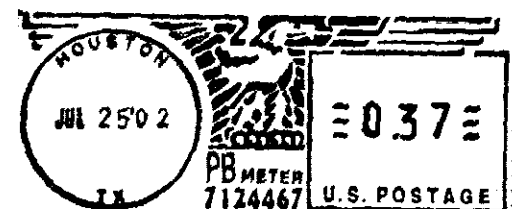
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